

# Exhibit

4

-----BEGIN PRIVACY-ENHANCED MESSAGE-----

Proc-Type: 2001,MIC-CLEAR

Originator-Name: webmaster@www.sec.gov

Originator-Key-Asymmetric:

MFgwCgYEVQgBAQICAF8DSgAwRwJAw2sNKK9AVtBzYZmr6agj1wyK3xmZv3dTINen  
TWSM7vrzLAdbmYQaionwg5sDW3P6oaM5D3tdezXMm7z1T+B+twIDAQAB

MIC-Info: RSA-MD5,RSA,

TAaWOOLEwh7EOZvWRtNaiuJNLUSfwopvJkwFGfUEpx1Dm1/4jy16fnzYusFy31MT  
b6KhBuvp5JP1QThOnDx7PA==

<SEC-DOCUMENT>0000950134-04-011599.txt : 20040806

<SEC-HEADER>0000950134-04-011599.hdr.sgml : 20040806

<ACCEPTANCE-DATETIME>20040806153601

ACCESSION NUMBER: 0000950134-04-011599

CONFORMED SUBMISSION TYPE: 8-K

PUBLIC DOCUMENT COUNT: 4

CONFORMED PERIOD OF REPORT: 20040726

ITEM INFORMATION: Bankruptcy or receivership

ITEM INFORMATION: Financial statements and exhibits

FILED AS OF DATE: 20040806

FILER:

COMPANY DATA:

COMPANY CONFORMED NAME:	FLEMING COMPANIES INC /OK/
CENTRAL INDEX KEY:	0000352949
STANDARD INDUSTRIAL CLASSIFICATION:	WHOLESALE-GROCERIES &

GENERAL LINE [5141]

IRS NUMBER:	480222760
STATE OF INCORPORATION:	OK
FISCAL YEAR END:	1231

FILING VALUES:

FORM TYPE:	8-K
SEC ACT:	1934 Act
SEC FILE NUMBER:	001-08140
FILM NUMBER:	04957982

BUSINESS ADDRESS:

STREET 1:	1945 LAKEPOINTE DRIVE
CITY:	LEWISVILLE
STATE:	TX
ZIP:	73126
BUSINESS PHONE:	4058407200

MAIL ADDRESS:

STREET 1:	1945 LAKEPOINT DRIVE
CITY:	LEWISVILLE
STATE:	TX
ZIP:	75057

</SEC-HEADER>

<DOCUMENT>

<TYPE>8-K

<SEQUENCE>1

<FILENAME>d17132e8vk.txt

<DESCRIPTION>FORM 8-K

<TEXT>

<PAGE>

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

Reorganized Debtors and the Committee will form the PCT to administer certain post-confirmation responsibilities under the Plan, including, but not necessarily limited to, those responsibilities associated with the pursuit and collection of the Litigation Claims and Causes of Action other than those which are RCT Assets and the reconciliation and payment of Claims, other than Reclamation Claims (except that reconciliation of Class 6(A) Claims of Reclamation Creditors, but not the payment of such Claims, shall be the responsibility of the RCT). ~~The initial PCT Representative shall be Robert Kors (AEG Partners), and the initial Advisory Board of the PCT shall consist of the following: Robert Kors (AEG Partners); Randolph I. Thornton; Harvey Tepner (Compass SRP Associates LLP); Sandra Schirmang (Kraft Foods Inc.) and a Sankaty Advisors representative.~~ The Post Confirmation Trust Agreement is approved, including, without limitation, the provisions of sections 1.14(a) and (b) and 2.5 (g) and (h) thereof.

RCT

19. On the Effective Date or as soon as practicable thereafter, the Reorganized Debtors, the OCRC and the Committee will form the RCT to administer certain post-confirmation responsibilities under the Plan, including but not necessarily limited to those responsibilities associated with the pursuit and collection of the RCT Assets and payment of Reclamation Claims. The initial RCT Representative shall be Bernard A. Katz of J.H. Cohn, LLC, and the Advisory Board of the RCT shall consist of the following: John Burke, Nestle

25

<PAGE>

USA, Inc.; Gary Grissom, S.C. Johnson & Son, Inc., Curtis Marshall, Sara Lee Corporation; Mark Pender, General Mills, Inc.; Patrick Murtha, Del Monte Corporation (alternate); and Tod Parker, Hershey Foods Corporation (alternate).

#### COOPERATION AMONG CORE-MARK NEWCO, THE REORGANIZED DEBTORS, THE PCT AND THE RCT

20. Core-Mark Newco and the Reorganized Debtors shall use their reasonable best efforts to cooperate with the PCT and the RCT to effectuate the resolution of Claims and accomplish the other duties and responsibilities of the PCT and RCT as set forth in the Plan, the PCT Agreement and the RCT Agreement. Such cooperation shall include, but not be limited to, making books and records relevant to Claims resolution available to the PCT and the RCT, as well as making employees available to provide necessary and relevant information to the PCT and the RCT, provided, however, that Core-Mark Newco and the Reorganized Debtors shall not be obligated to comply with any request that is unduly burdensome or that may include the release of confidential or proprietary information unless reasonable and appropriate safeguards for the confidential or proprietary information have been agreed to by Core-Mark Newco or the applicable Reorganized Debtor. Core-Mark Newco and the Reorganized Debtors shall reimburse (a) the RCT for any cash proceeds which constitute RCT Assets collected by any of the Reorganized Debtors from and after March 23, 2004, or otherwise provided to Core-Mark Newco, and (b) the PCT for any cash proceeds which constitute PCT Assets collected by any of the Reorganized Debtors from and after the Effective Date, or otherwise provided to Core-Mark Newco.

26

<PAGE>

#### CREATION OF PROFESSIONAL FEE ESCROW ACCOUNT

21. On or before the Effective Date, the Debtors shall establish and fund the Professional Fee Escrow Account which shall be held by the PCT with the sum necessary for the purpose of paying all accrued and anticipated Professional Fees through the Effective Date.